IN THE UNITED STATES DISTRICT COURT FOR THE DISTRICT OF MASSACHUSETTS

SKYLINE SOFTWARE SYSTEMS, INC.,

Plaintiff,

CIVIL ACTION NO. 06-10980 DPW

v.

KEYHOLE, INC., and GOOGLE INC.

Defendants.

DEFENDANTS KEYHOLE, INC. AND GOOGLE INC.'S ASSENTED TO MOTION TO FILE UNDER SEAL

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Attorneys for Defendants and Counterclaimants KEYHOLE, INC. and GOOGLE INC. Of Counsel

Darryl M. Woo, admitted pro hac vice Michael J. Sacksteder, admitted pro hac vice Heather N. Mewes, admitted pro hac vice Carolyn Chang, admitted pro hac vice Saundra L.M. Riley, admitted pro hac vice FENWICK & WEST LLP 555 California St., 12th Floor San Francisco, CA 94104 Tel. (415) 875-2300 Fax (415) 281-1350

Pursuant to Local Rule 7.2, Defendants Keyhole, Inc. and Google Inc. respectfully

submit this Motion to Seal the following documents:

1. Defendant's Opposition to Plaintiff's Motion for Summary Judgment of

Infringement;

2. Separate Statement of Genuine Issues of Material Fact in Opposition to Plaintiff's

Motion for Summary Judgment of Infringement;

3. Separate Statement of Genuine Issues of Material Fact in Opposition to Plaintiff's

Motion for Summary Judgment of Validity;

4. Declaration of Professor Steven K. Feiner, Ph.D. in Support of Defendants'

Opposition to Plaintiff Skyline Software Systems, Inc.'s Motions for Summary Judgment of

Infringement and Validity; and

5. Exhibits 1, 7, and 10 to the Declaration of Heather Mewes in Opposition to

Skyline's Motions for Summary Judgment of Infringement and Validity.

As grounds for this Motion, Defendants state that, in accordance with the Stipulated

Protective Order entered by the Court on May 22, 2006, these documents contain deposition

excerpts and technical information that have been designated confidential or highly confidential

by Defendants and Google Inc. and/or by Skyline.

WHEREFORE, Defendants request that the Court grant this Motion to Seal.

Dated: February 2, 2007 Respectfully submitted,

By: /s/ Saundra L. M. Riley

Saundra L. M. Riley

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KEYHOLE, INC. and GOOGLE INC.

CERTIFICATE PURSUANT TO LOCAL RULE 7.1(A)(2)

Pursuant to Local Rule 7.1(A)(2), counsel for Defendants contacted counsel for Plaintiff regarding the filing of this Motion, and Plaintiff has assented to this Motion.

Dated: February 2, 2007 Respectfully submitted,

By: /s/ Saundra L. M. Riley

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Attorneys for Defendants & Counterclaimants KEYHOLE, INC. and GOOGLE INC.

Certificate of Service

I hereby certify that, on February 2, 2007, I caused a true and accurate copy of the foregoing document to be served upon all counsel of record for each party by complying with this Court's Administrative Procedures for Electronic Case Filing.

By: _____/s/ Saundra L. M. Riley
Saundra L. M. Riley